

NACD Services

Membership

There are four types of membership in the National Association of Corporate Directors, **individual membership** that also includes a special category for academicians; **corporate board membership** for full boards of any company; **associate membership** for companies that support the needs of corporate directors, and **venture capital membership** for venture capital firm and portfolio company CEOs and directors.

Publications

NACD offers over 40 publications discounted for members focusing on corporate governance. Of particular note are the Reports of the Blue Ribbon Commissions on Director Professionalism; CEO Succession; Audit Committees; Director Compensation; Executive Compensation; Performance Evaluation of CEOs, Boards, and Directors; and The Role of the Board in Corporate Strategy. NACD's premier monthly newsletter, *Director's Monthly*, is available to members only.

ExpresSource

This rapid response information service is available to members only. Quick answers to your corporate governance questions are found through our in-house research expert. Comprehensive research reports are compiled on requested subjects as an added value benefit for corporate board members.

Education Programs and Annual Conference

NACD provides over 30 seminars in its 2001 calendar. Topics covered include: The Board & Strategy; The Effective Entrepreneurial Company Board; The CEO's Role in Board Leadership; Audit Committees: Improving Quality, Independence, and Performance; Director Orientation; Getting Behind the Numbers; What the Board Should Expect from the Corporate Secretary and General Counsel; The Role of the Board in Mergers and Acquisitions; Succession Planning; The Role of the

Board in Technology Planning; and new this year, Managing Conflict in the Boardroom; and The Role of the Compensation Committee. In addition to this full range of programs, the Director's Retreat provides an opportunity for directors to interact with corporate governance experts and their director peers from around the country. Small group discussions along with analysis of proven case studies make this a valuable experience for all participants. The Annual Corporate Governance Conference provides best practices, national survey results, and Blue Ribbon Commission findings, and emphasizes opportunities to improve the quality and practice of corporate governance.

Customized In-House Programs

NACD designs and conducts in-house programs tailored to the specific needs of individual organizations. NACD staff works with the CEO and board to provide services and programs that will fit your specific situation. Board evaluations and other consulting services are also offered.

Director's Registry

This database-driven service helps organizations locate candidates for board service. NACD members interested in expanding the number of boards they serve on are invited to list their credentials through this free service and a match is triggered with organizations seeking candidates with specified characteristics.

NACD's Web Site www.nacdonline.org

Visit www.nacdonline.org to keep abreast of the latest seminars and publications; fill out a Director's Registry form, download special publications and executive summaries; learn about NACD's local chapters, our board of directors; and press releases; find helpful hotlinks to corporate governance resources; and contact NACD to tell us what you need.



NACD INFORMATION

NACD's 3,000 members and 8,000 customers represent boards ranging from Fortune 100 and NASDAQ companies to the smaller OTC, private, and closely held firms. Founded in 1977, the National Association of Corporate Directors (NACD) is the only organization dedicated exclusively to providing research and continuing education with customized in-house programs to enhance director effectiveness. NACD promotes high professional standards, creates forums for peer interaction, enhances director effectiveness, conducts research, and educates boards and directors concerning traditional and cutting-edge issues. With chapters in many major cities providing program and networking opportunities, NACD operates at both a national and local level.

NACD Vision

Recognition by corporate boards as the authoritative source for excellence in board governance.

NACD Mission

Improve corporate performance through better board practice by providing guidance to CEOs, corporate directors, and boards based on the expertise of preeminent governance practitioners.

NACD's Board of Directors

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Information Systems Laboratories, Inc.;
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The Center for Security Policy; and
The PAM Institute

Robert B. Stobaugh

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Business Administration, Emeritus,
Harvard Business School

Advisory Board

The Advisory Board advises the NACD board on current and emerging issues in corporate governance and participates in Blue Ribbon Commissions and other NACD projects and reports.

Charles M. Elson

University of Delaware

Hon. Barbara H. Franklin

Barbara Franklin Enterprises

Paul D. Lapidès

Kennesaw State University

Robert W. Lear

Lear Yavitz and Associates

John M. Nash

Center for Board Leadership and
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Irene Natividad

Corporate Women
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William R. Smart

Cambridge Strategic
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John Stout

Fredrickson & Byron, P.A.

Boris Yavitz

Lear Yavitz and Associates

Ronald I. Zall

Berenbaum, Weinshienk & Eason, PC

Corporate Board Advisory Council

The Corporate Board Advisory Council is made up of Chairmen and/or Chief Executive Officers of NACD Corporate Board Members. The Council's function is to advise NACD on the nature, quality, and scope of existing programs and services. The members of the council help identify emerging trends and recommend strategic opportunities to the NACD Board.

Local Chapters

The NACD offers local programming and networking opportunities through its network of chapters located in many parts of the country. Two new chapters are in development for 2001 in the Silicon Valley and in Connecticut.

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The Center for Board Leadership

In response to growing demand for information and guidance on effective board leadership issues, Heidrick & Struggles International, Inc. joined with the NACD to form the Center for Board Leadership. Now supported by its Alliance Partners listed here, the Center is an organization which is international in scope, and focused primarily on helping establish and refine “best practices” to enhance board performance. To accomplish this, the Center for Board Leadership engages in substantive research projects on critical board topics, and holds CEO and director roundtable discussions to help organizations continuously improve boardroom performance.

Alliance Partners

Alliance Partners are high profile, reputable, and nationally recognized companies whose products meet an important corporate governance need. NACD looks to these companies as the primary resources in their respective product areas. These companies are corporate board members of NACD and work with NACD and The Center for Board Leadership to enhance member benefits.

- **AON Corporation** AON is the world’s premier insurance brokerage, consulting services, and consumer insurance underwriting organization.

Eric H. Joost (312) 701-4324
- **Heidrick & Struggles International Inc.** (Nasdaq: HSII) Heidrick & Struggles is the world’s leading executive search firm, specializing in chief executive, board of directors, and senior level management assignments.

Robert E. Hallagan (617) 423-1140
- **KPMG Audit Committee Institute (ACI)** The Audit Committee Institute was established by KPMG to assist audit committee members by providing complementary guidance on technical issues and audit committee best practices.

Mark Terrell (727) 825-1808
- **McKinsey & Company** McKinsey & Company is an international management consulting company with close to 6,000 consultants in 82 offices in 43 countries. Their clients are CEOs and boards of directors with a major focus on corporate and organizational strategy.

Mark G. McGrath (312) 551-3703
- **Pearl Meyer & Partners** As leading executive compensation consultants to senior management and Board Compensation Committees, Pearl Meyer & Partners creates custom-designed executive and Board pay programs in support of the goals and strategic plans of each client.

Ed Archer (212) 644-2300
- **Weil, Gotshal & Manges LLP** Weil Gotshal has been at the forefront of the field of corporate governance for more than two decades. The firm’s corporate governance practice group draws from the expertise of virtually all the firm’s specialties. The group counsels both domestic and international private sector participants, as well as regulators and international organizations.

Holly Gregory (212) 310-8038

Look to NACD as Your First Choice in Board Governance Expertise